

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	Case No. 01-01139 (JKF)
W.R. GRACE & CO., et al.,)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: 11/30/2012
)	Hearing Date: 12/17/2012 @ 9:00 a.m.

**NOTICE OF FILING
THIRTY-THIRD QUARTERLY APPLICATION OF PHILLIPS,
GOLDMAN & SPENCE, P.A. AS LOCAL COUNSEL TO DAVID T.
AUSTERN, PI FUTURE CLAIMANTS' REPRESENTATIVE FOR
COMPENSATION AND REIMBURSEMENT EXPENSES FOR THE
PERIOD OF APRIL 1, 2012 THROUGH JUNE 30, 2012**

TO: (1) The Debtors; (2) counsel to the Debtors; (3) Office of the U.S. Trustee
(4) Counsel to the Official Committee of Asbestos Personal Injury Claimants;
(5) Counsel to the Official Committee of Asbestos Property Damage Claimants;
(6) Counsel to the Official Committee of Equity Holders; (7) Counsel to the Debtors
in Possession Lender; and (8) the Fee Auditor

Phillips, Goldman & Spence, P.A., ("PG&S") local counsel to David T. Austern, in his capacity as the Court appointed legal representative for future asbestos claimants (the "FCR"), has filed and served its *Thirty-Third Quarterly Interim Application of Phillips, Goldman & Spence, P.A. as Local Counsel to David T. Austern, PI Future Claimants' Representative for Compensation and Reimbursement of Expenses for the Period of April 1, 2012 through June 30, 2012* seeking payment of fees in the amount of \$10,808.00 and \$1,891.30 for expenses incurred (the "Quarterly Fee Application") for a total of \$12,699.30.

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 North Market Street, 3rd Floor, Wilmington, DE 19801, on or before November 30, 2012.

At the same time, you must also serve a copy of the objection or response upon the following:

**Co-counsel to David T. Austern,
Future Claimants Representative**
Roger Frankel, Esquire
Richard Wyron, Esquire
Orrick, Herrington & Sutcliffe LLP
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**Co-counsel to David T. Austern,
Future Claimants Representative**
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Co-counsel to the Debtors

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Wilmington, DE 19801

Co-counsel to Official Committee

of Unsecured Creditors

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Co-counsel to Official Committee of Asbestos

Property Damage Claimants

Scott L. Baena, Esquire
Blizin, Sumber, Dunn, Baena, Rocie & Axelrod
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Theodore Tacconelli, Esquire

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Co-counsel to Official Committee

to Asbestos Personal Injury Claimants

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Wilmington, DE 19801

Co-counsel to DIP Lender

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Latham & Watkins
Sears Tower, Suite 5800
Chicago, IL 60606

Neil B. Glassman, Esquire
The Bayard Firm
222 Delaware Avenue, Suite 900
P.O. Box 25130
Wilmington, DE 19899

**Counsel to Official Committee
of Equity Holders**

Phillip Bentley, Esquire
Kramer Levin Naftalis & Frankel, LLP
919 Third Avenue
New York, NY 10022

Counsel to the U.S. Trustee

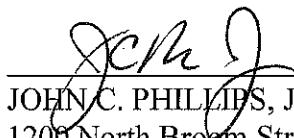
Office of the U.S. Trustee
David M. Klauder, Esquire
844 King Street, Suite 2313
Lockbox 35
Wilmington, DE 19801-3519

Fee Auditor

Warren H. Smith,
Warren H. Smith and Associates
Republic Center
325 North St. Paul, Suite 1250
Dallas, TX 75201

**A HEARING ON THIS APPLICATION WILL BE HELD ON DECEMBER 17, 2012,
AT 9:00 A.M. IN WILMINGTON, DELAWARE.**

PHILLIPS, GOLDMAN & SPENCE, P.A.


JOHN C. PHILLIPS, JR., ESQUIRE (#110)

1200 North Broad Street

Wilmington, DE 19806

(302) 655-4200

(302) 655-4210

*Local Counsel to David T. Austern, PI Future
Claimants' Representative*

Date: August 3, 2012